

EXHIBIT 5

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

Shelly Pheigaru,

Plaintiff,

v.

**Shell Exploration and Production
Company,**

Defendant.

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CIVIL ACTION NO. 4:16-CV-03228

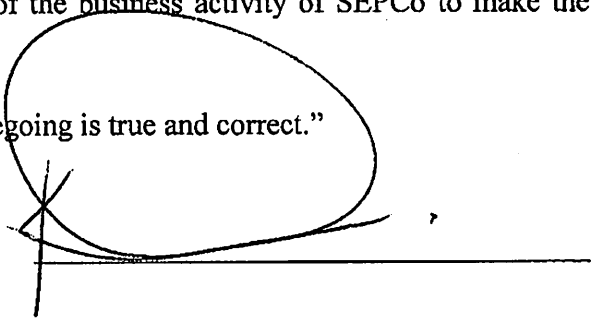
JURY TRIAL DEMANDED

DECLARATION OF KARL FLEISCHMANN

1. "My name is Karl Fleischmann. I am over the age of eighteen (18) years of age and am legally competent to testify to the facts set forth in this Declaration. All statements contained in this Declaration are true and correct and based on my personal knowledge.
2. During all relevant periods set forth herein, I have been employed as TDM Manager, Technical Data Management/Americas ("SEPCo") at Shell Exploration & Production Company ("SEPCo"). My responsibilities include managing the Data Management Group.
3. Shelly Pheigaru worked as a technical data management technician in the Well Data Management team. As a result of the economic downturn in the oil and gas industry, SEPCo made the decision to reduce its workforce. For the Data Management Group, David Schewitz, General Manager, Geophysics West, provided me with a spreadsheet with fifty-three employees within the Data Management Group. All the employees were sorted based on their average individual performance factors ("IPF") (or performance rankings) for 2012, 2013, and 2014. In collaboration with each respective supervisor, I modified the spreadsheet to identify ten employees (marked in red) who would be impacted by the workforce reduction. The decision to select ten employees was consistent with SEPCo's decision to reduce its workforce by 10-20%.
4. In the Well Data Management team, four employees, including Ms. Pheigaru, were impacted by the workforce reduction while six employees, Leah Camilli, Yanwen Fan, Luke Harkleroad, Steve Heying, Angelica Medrano, and Jody Tassin, were not impacted by the workforce reduction. Ms. Pheigaru ranked lowest within the Well Data Management team and second lowest within the Data Management Group.

5. In selecting who would be impacted, SEPCo considered a number of factors, including performance, capabilities, demand for work/services, competencies, skills, and SEPCo's short and long term organizational needs. David Schewitz, Randy Petit, and I were involved in the decision to terminate Ms. Pheigaru's employment. In light of the above factors, the decision to terminate Ms. Pheigaru's employment as part of the workforce reduction was based on Ms. Pheigaru's lower level of sustained performance. The decision had nothing to do with Ms. Pheigaru's gender, pregnancy, leave of absence, or disability.
6. I am a custodian of records for SEPCo and am familiar with the manner in which records of SEPCo are created and maintained by virtue of my duties and responsibilities. The exhibits attached to this Declaration are business records. The records are exact duplicates of the original records of SEPCo. The records were made at or near the time of each act, event, condition, opinion, or diagnosis set forth. It is the regular practice of SEPCo for these types of records to be made by, or from information transmitted by, persons with knowledge of the matters set forth in them. The records were kept in the course of regularly conducted business activity. It is the regular practice of the business activity of SEPCo to make the records.
7. I declare under penalty of perjury that the foregoing is true and correct."

Executed on May 8, 2017.

A handwritten signature, possibly "X" or "K", is written over a large, hand-drawn oval. Below this, a horizontal line extends across the page.